

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

IN RE HECKMANN CORPORATION
SECURITIES LITIGATION

Case No. 1:10-cv-00378-LPS-MPT

**MOTION FOR FINAL APPROVAL OF PROPOSED SETTLEMENT
AND PLAN OF ALLOCATION OF SETTLEMENT PROCEEDS**

Lead Plaintiff Matthew Haberkorn and Settlement Class Representative Ronald Sullivan (“Plaintiffs”) respectfully move this Court for the entry of an Order: (i) granting final approval of the proposed settlement (the “Settlement”) set forth in the Stipulation of Settlement dated as of March 4, 2014 (the “Stipulation”) and preliminarily approved by the Court on March 24, 2014 (D.I. 293); and (ii) approving the proposed Plan of Allocation of Net Settlement Fund Among Settlement Class Members (“Plan of Allocation”) set forth in the Notice of Pendency and Proposed Settlement of Class Action, Motion For Attorneys’ Fees and Litigation Expenses, and Final Approval Hearing (D.I. 287-2). The reasons for this motion are set forth more fully in the accompanying brief, declarations and exhibits filed concurrently herewith.

KESSLER TOPAZ

MELTZER & CHECK, LLP

Sharan Nirmul (Del. Bar No. 4589)
Richard A. Russo, Jr. (*pro hac vice*)
Meredith L. Lambert (*pro hac vice*)
Jennifer L. Enck
280 King of Prussia Road
Radnor, PA 19087
Tel: (610) 667-7706
snirmul@ktmc.com

**ROSENTHAL, MONHAIT
& GODDESS, P.A.**

/s/ P. Bradford deLeeuw
Norman M. Monhait (Del. Bar No. 1040)
P. Bradford deLeeuw (Del. Bar No. 3569)
919 Market Street, Suite 1401
Citizens Bank Center
Wilmington, Delaware 19899
Tel: (302) 656-4433
nmonhait@rmgglaw.com
bdeleeuw@rmgglaw.com

Dated: May 22, 2014